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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE ACADEMIES FOR EDUCATIONAL EXCELLENCE, INC.**

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Estimated Charge	\$43.75

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE ACADEMIES FOR EDUCATIONAL EXCELLENCE, INC.

THE ACADEMIES FOR EDUCATIONAL EXCELLENCE, INC., a Florida not-for-profit corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting the present form of ARTICLE I, NAME, and by substituting, in lieu thereof, the following:

"ARTICLE I
NAME

The name of this corporation is THE PEPIN ACADEMIES, INC. (the "Corporation") and its principal office and mailing address 3916 East Hillsborough Avenue, Tampa, Florida 33610."

2. The foregoing amendment shall become effective as of July 1, 2010 in accordance with the corporation laws of the State of Florida.

3. The Corporation has no members and any amendment to the Articles of Incorporation of the Corporation must be approved by the Board of Directors.

4. The foregoing amendment to the Corporation's Articles of Incorporation has been duly adopted by the Board of Directors of the Corporation at a meeting duly called, properly noticed and held on June 22, 2010, in accordance with the provisions of Section 617.1006, Florida Statutes, at which a quorum was present and approved the Resolution adopting the amendment, a copy of which is duly recorded in the minutes of the Corporation and is in full force and effect on this date.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 22 day of June, 2010.

THE ACADEMIES FOR EDUCATIONAL
EXCELLENCE, INC.

By: 
Thomas H. Henry, Jr., President

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